

Cote, D.

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

FEDERAL HOUSING FINANCE AGENCY,  
AS CONSERVATOR FOR THE FEDERAL  
NATIONAL MORTGAGE ASSOCIATION  
AND THE FEDERAL HOME LOAN  
MORTGAGE CORPORATION,

Plaintiff,

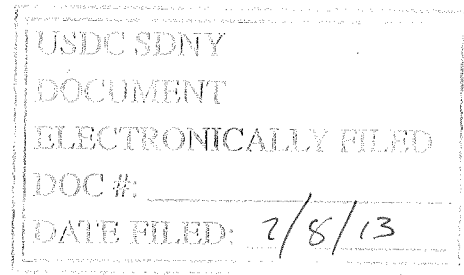
-against-

GOLDMAN, SACHS & CO., GS  
MORTGAGE SECURITIES CORP.,  
GOLDMAN SACHS MORTGAGE  
COMPANY, THE GOLDMAN SACHS  
GROUP, INC., GOLDMAN SACHS REAL  
ESTATE FUNDING CORP., PETER C.  
ABERG, HOWARD S. ALTARESCU,  
ROBERT J. CHRISTIE, KEVIN GASVODA,  
MICHELLE GILL, DAVID J. ROSENBLUM,  
JONATHAN S. SOBEL, DANIEL L.  
SPARKS, AND MARK WEISS,

Defendants.

11 CIV. 6198 (DLC)

**STIPULATION AND [PROPOSED]**  
**ORDER REGARDING DISMISSAL**  
**OF CERTAIN DEFENDANTS**



WHEREAS Plaintiff The Federal Housing Finance Agency ("FHFA"), as conservator for The Federal National Mortgage Association and The Federal Home Loan Mortgage Corporation, commenced the above-captioned action (the "Action") on September 2, 2011 against Goldman, Sachs & Co. and certain other entities and individual defendants involved in the offering, marketing and sale of residential mortgage-backed securities identified in the complaint (referred to as the "Securitizations" or "GSE Certificates");

WHEREAS Defendants Peter C. Aberg ("Aberg") and Robert J. Christie ("Christie") have certified to counsel for FHFA in the attached declarations that, apart from signing a November 5, 2004 registration statement linked to four of the Securitizations or GSE Certificates

at issue and signing a November 24, 2004 amendment to that registration statement through power-of-attorney, they have had no involvement with the issuance of any of the Securitizations or GSE Certificates;

WHEREAS Aberg and Christie have certified to counsel for FHFA in the attached declarations that they were each removed as directors of GS Mortgage Securities Corp. on May 16, 2005 at the latest and were not thereafter reinstated, and have further certified that neither served as an officer of GS Mortgage Securities Corp. after January 1, 2005;

WHEREAS Christie has certified to counsel for FHFA in his attached declaration that he ceased working in Goldman Sachs' mortgage department as of December 1, 2003, and Aberg has certified that his work in the mortgage department did not involve the issuance of residential mortgage-backed securities or supervising others' such work in issuing residential mortgage-backed securities;

WHEREAS Aberg and Christie have certified to counsel for FHFA in the attached declarations that they have never owned any stock in GS Mortgage Securities Corp., nor have at any time since September 5, 2005 held five percent or more beneficial ownership of, or served in any employee or director (or its equivalent) capacity of, any entity that directly or indirectly controlled GS Mortgage Securities Corp., including any of Goldman Sachs Mortgage Company, The Goldman Sachs Group, Inc. and Goldman Sachs Real Estate Funding Corp.;

IT IS HEREBY STIPULATED AND AGREED, by and between the undersigned counsel for FHFA and counsel for Aberg and Christie, that Aberg and Christie shall be, and hereby are, dismissed without prejudice from the Action, with each party bearing its own attorneys' fees and costs as to the Action.

This Stipulation is based upon and subject to the accuracy of the representations set forth in the attached declarations of Aberg and Christie. This dismissal shall be of no effect, and FHFA shall have the right to reinstate the claims originally asserted against Aberg and Christie in the Action, if and only if the representations set forth in the declaration are demonstrated by FHFA to be materially inaccurate. Further, and in consideration of FHFA's present dismissal of Aberg and Christie from the Action, Aberg and Christie agree that if the claims alleged in the Action are reinstated pursuant to the terms of the Stipulated Order, they waive and will not assert timeliness defenses based on the dismissal of claims pursuant to this Stipulation. For the avoidance of doubt, in the event of such reinstatement, any timeliness defenses brought by Aberg and Christie must acknowledge that the claims as reinstated were brought as of the date on which Aberg and Christie were served with the original summons and complaint in the Action. Aberg and Christie expressly reserve all other defenses. This Stipulation may be signed in counterparts and may be transmitted by electronic mail or by facsimile, and may be filed with the Clerk of the Court without further notice to any party.

*So ordered.*

*[Signature]*  
2/8/13

DATED: New York, New York  
February 8, 2013

QUINN EMANUEL URQUHART &  
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By: 

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*Attorneys for Defendants Peter Aberg and  
Robert Christie*

**SO ORDERED:**

By: \_\_\_\_\_

The Honorable Denise L. Cote, U.S.D.J. 

Date: \_\_\_\_\_